

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM329770

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	05/02/2001		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Randall's Food & Drugs, Inc.		05/02/2001	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Randall's Food & Drugs LP		
<b>Street Address:</b>	5918 Stoneridge Mall Road		
<b>City:</b>	Pleasanton		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94588-2322		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2990914	TOM THUMB SMART CHECK REWARD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Email:</b>	ipdocket@lw.com		
<b>Correspondent Name:</b>	Latham & Watkins LLP		
<b>Address Line 1:</b>	650 Town Center Drive, Suite 2000		
<b>Address Line 4:</b>	Costa Mesa, CALIFORNIA 92626		
<b>ATTORNEY DOCKET NUMBER:</b>	014029-0426		
<b>NAME OF SUBMITTER:</b>	Rhonda DeLeon		
<b>SIGNATURE:</b>	/Rhonda DeLeon/		
<b>DATE SIGNED:</b>	01/22/2015		
<b>Total Attachments: 4</b>			
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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RANDALL'S FOOD & DRUGS LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF DECEMBER, A.D. 2014.


AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RANDALL'S FOOD & DRUGS LP" WAS FORMED ON THE SECOND DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3387339 8300

141480977



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1917421

DATE: 12-03-14

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005445 FRAME: 0500

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "RANDALL'S FOOD & DRUGS LP" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF LIMITED PARTNERSHIP, FILED THE SECOND DAY OF MAY, A.D. 2001, AT 9:06 O'CLOCK A.M.


CERTIFICATE OF MERGER, FILED THE SECOND DAY OF MAY, A.D. 2001, AT 9:07 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED PARTNERSHIP, "RANDALL'S FOOD & DRUGS LP".

3387339 8100H

141480977



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1917422

DATE: 12-03-14

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at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005445 FRAME: 0501

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**RANDALL'S FOOD & DRUGS LP**

This Certificate of Limited Partnership of Randall's Food & Drugs LP is being executed by the undersigned for the purpose of forming a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act.

1. The name of the limited partnership is Randall's Food & Drugs LP.
2. The address of the registered office of the limited partnership in Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808. The limited partnership's registered agent at that address is Corporation Service Company.
3. The name and address of the general partner is:

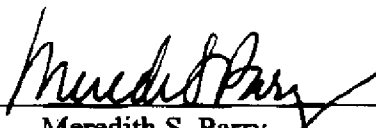
Randall's General Partner LLC  
3663 Briarpark Drive  
Houston, TX 77042

IN WITNESS WHEREOF, the undersigned, being the sole general partner of the limited partnership, has caused this Certificate of Limited Partnership to be duly executed as of the 2nd day of May, 2001.

**Randall's Food & Drugs LP**

By: Randall's General Partner LLC  
Its: General Partner

By: Randall's Holdings, Inc.  
Its: Managing Member

By:   
Meredith S. Parry  
Its: Secretary and Vice President

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:06 AM 05/02/2001  
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**CERTIFICATE OF MERGER  
OF  
RANDALL'S FOOD & DRUGS, INC.  
INTO  
RANDALL'S FOOD & DRUGS LP**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 17-211 of the Delaware Limited Partnership Act, the undersigned limited partnership executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited partnership is Randall's Food & Drugs LP, and the name of the corporation being merged into this surviving limited partnership is Randall's Food & Drugs, Inc.

**SECOND:** The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited partnership and the merging corporation.

**THIRD:** The name of the surviving limited partnership is Randall's Food & Drugs LP.

**FOURTH:** The merger is to become effective upon filing of this Certificate of Merger.


**FIFTH:** The Agreement and Plan of Merger is on file at 5918 Stoneridge Mall Road, Pleasanton, CA 94588, the place of business of this surviving limited partnership.

**SIXTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving limited partnership on request, without cost, to any partner of any constituent limited partnership or stockholder of any constituent corporation.

**SEVENTH:** The Certificate of Limited Partnership of the surviving limited partnership shall be its Certificate of Limited Partnership.

**IN WITNESS WHEREOF**, said limited partnership has caused this certificate to be signed by the general partner, this 2nd day of May, 2001.

**RANDALL'S FOOD & DRUGS LP**  
By: Randall's General Partner LLC  
Its: General Partner

By:   
Name: Meredith S. Parry  
Title: Vice President and Secretary

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:07 AM 05/02/2001  
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